

**IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF VIRGINIA
ABINGDON DIVISION**

UNITED STATES OF AMERICA

Plaintiff,

v.

THE PURDUE FREDERICK COMPANY, INC.)

Defendant.

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Case No. _____

AGREED ORDER OF FORFEITURE

THIS DAY CAME the United States of America, by counsel, and The Purdue Frederick Company, Inc. ("PURDUE"), by counsel, and moved the Court for an Order of Forfeiture. In consideration thereof, the parties represented the following:

1. All persons known to the government who may have an interest in the defendant property have been given notice of the pendency of this action. No one other than claimant THE PURDUE FREDERICK COMPANY, INC. has appeared to claim the defendant property.
2. No additional notice or publication of this action is necessary, as the United States and claimant have agreed to settle this action for a monetary sum.
3. The parties have agreed to a settlement sum in the amount of \$276,100,000.00 (two hundred seventy six million one hundred thousand dollars), to be paid as follows:
 - a. Prior to entering its guilty plea in the related criminal matter, PURDUE shall remit no less than \$151,100,000.00 (one hundred fifty-one million one hundred thousand dollars).
 - b. On or before the six month anniversary of the entry of its guilty plea, PURDUE shall remit no less than \$90,000,000.00 (ninety million dollars).
 - c. On or before the twelve month anniversary of the entry of its guilty plea,

PURDUE shall remit \$35,000,000.00 (thirty-five million dollars) or any lesser sum to complete the total settlement amount to be paid.

4. The parties agree that the matter should be stayed, and that the Court should retain jurisdiction over this matter, pending payment by PURDUE (and/or any Purdue-related entity making payments on its behalf) of all settlement sums.

IT IS HEREBY ORDERED AND ADJUDGED that:

1. The settlement sum of \$276,100,000.00 is forfeited to the United States pursuant to the provisions of 19 U.S.C. § 1613(c) and shall be disposed of according to law, and no right, title, or interest shall exist in claimant nor any other person or entity.

2. This matter shall be stayed, and the Court shall retain jurisdiction over this matter, until further order of the Court.

3. Each party shall bear its own costs and attorneys' fees.

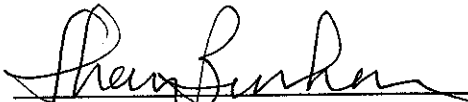
4. The Clerk of this Court shall certify copies to counsel of record.

ENTERED THIS _____ OF _____, 2007.

UNITED STATES DISTRICT JUDGE

Seen and Agreed:

Date: 5/9/07



Sharon Burnham
Assistant United States Attorney

Date: May 7, 2007

Robin E. Abrams

Robin E. Abrams, Esquire
Vice-President and Director of
The Purdue Frederick Company, Inc. and
Vice-President and Associate General
Counsel of Purdue Pharma L.P.
Authorized Corporate Officer for
The Purdue Frederick Company, Inc.

Date: May 8, 2007

Howard M. Shapiro

Howard M. Shapiro, Esquire
Counsel for The Purdue Frederick Company, Inc.